

30<sup>th</sup> September, 2020

**The Manager, Listing Department**  
**The National Stock Exchange of India Ltd.**  
**Exchange Plaza, Bandra Kurla Complex**  
**Bandra (E), Mumbai – 400 051**  
**Fax No. : 022-26598237 / 38**  
**NSE Symbol : GODFRYPHLP**

**The Manager**  
**BSE Ltd.**  
**Phiroze Jeejeebhoy Towers**  
**Dalal Street, Mumbai – 400 001**  
**Fax No. : 022-22721919, 3121**  
**BSE Scrip Code : 500163**

**Reg.: Voting Results and Consolidated Scrutinizer's Report of 83<sup>rd</sup> Annual General Meeting**

Dear Sirs,

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), we hereby enclose the voting results of 83<sup>rd</sup> Annual General Meeting held on Tuesday, the 29<sup>th</sup> September, 2020 at 12:30 p.m. (IST) and Consolidated Scrutinizer's Report pursuant to Section 108 of the Companies Act 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014.

We request you to take the same on record.

Thanking you,

Yours faithfully,  
For **GODFREY PHILLIPS INDIA LIMITED**



**SANJAY GUPTA**  
Company Secretary

Encl. : As above

[Home](#)[Validate](#)[Import XML](#)

### General information about company

Scrip code	500163
NSE Symbol	GODFRYPHLP
MSEI Symbol	NOTLISTED
ISIN	INE260B01028
Name of the company	GODFREY PHILLIPS INDIA LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	29-09-2020
Start time of the meeting	12:30 PM
End time of the meeting	1:40 PM

[Prev](#)[Next](#)

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[Home](#)[Validate](#)

### Scrutinizer Details

Name of the Scrutinizer	V RAMACHANDRAN
Firms Name	V.R. ASSOCIATES
Qualification	CS
Membership Number	7731
Date of Board Meeting in which appointed	22-08-2020
Date of Issuance of Report to the company	30-09-2020

[Prev](#)[Next](#)

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[Home](#)[Validate](#)

## Voting results

Record date	22-09-2020
Total number of shareholders on record date	32533
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
a) Promoters and Promoter group	0
b) Public	0
<b>No. of shareholders attended the meeting through video conferencing</b>	
a) Promoters and Promoter group	18
b) Public	29
<b>No. of resolution passed in the meeting</b>	<b>6</b>
Disclosure of notes on voting results	<a href="#">Add Notes</a>

[Prev](#)

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Home

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## Resolution (1)

Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		1-a. Adoption of Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2020, the reports of the Board of Directors and Auditors thereon; and b. Adoption of Audited Consolidated Financial Statements of the Company for the financial year						
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes In favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		37389805	99.6111	37389805	0	100.0000	0.0000
	Poll	37535786	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	37535786	37389805	99.6111	37389805	0	100.0000	0.0000
Public-Institutions	E-Voting		6005500	85.5598	6005500	0	100.0000	0.0000
	Poll	7019071	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	7019071	6005500	85.5598	6005500	0	100.0000	0.0000
Public- Non Institutions	E-Voting		39634	0.5328	39634	0	100.0000	0.0000
	Poll	7439063	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	7439063	39634	0.5328	39634	0	100.0000	0.0000
<b>Total</b>	<b>Total</b>	51993920	43434939	83.5385	43434939	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0




Home

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Resolution (2)								
Resolution required: (Ordinary / Special) Whether promoter/promoter group are interested in the agenda/resolution? Description of resolution considered				Ordinary No 2-Confirmation of interim dividend paid for FY 2019-20.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes In favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		37389805	99.6111	37389805	0	100.0000	0.0000
	Poll	37535786	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	37535786	37389805	99.6111	37389805	0	100.0000	0.0000
Public- Institutions	E-Voting		6025478	85.8444	6025478	0	100.0000	0.0000
	Poll	7019071	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	7019071	6025478	85.8444	6025478	0	100.0000	0.0000
Public- Non Institutions	E-Voting		39634	0.5328	39634	0	100.0000	0.0000
	Poll	7439063	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	7439063	39634	0.5328	39634	0	100.0000	0.0000
<b>Total</b>	<b>Total</b>	51993920	43454917	83.5769	43454917	0	100.0000	0.0000
Whether resolution Is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



Home

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Resolution (3)								
Resolution required: (Ordinary / Special) Whether promoter/promoter group are interested in the agenda/resolution? Description of resolution considered				Ordinary No 3-Re-appointment of Mr. R.A. Shah (DIN 00009851), who retires by rotation, and being eligible, offers himself for re-appointment.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – In favour	No. of votes – against	% of votes In favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		37389805	99.6111	37389805	0	100.0000	0.0000
	Poll	37535786	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	37535786	37389805	99.6111	37389805	0	100.0000	0.0000
Public- Institutions	E-Voting		6025478	85.8444	1628853	4396625	27.0328	72.9672
	Poll	7019071	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	7019071	6025478	85.8444	1628853	4396625	27.0328	72.9672
Public- Non Institutions	E-Voting		39634	0.5328	39634	0	100.0000	0.0000
	Poll	7439063	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	7439063	39634	0.5328	39634	0	100.0000	0.0000
<b>Total</b>	<b>Total</b>	51993920	43454917	83.5769	39058292	4396625	89.8823	10.1177
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



Home

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Resolution (4)								
Resolution required: (Ordinary / Special) Whether promoter/promoter group are interested in the agenda/resolution?				Ordinary No				
Description of resolution considered				4-Re-appointment of Mr. Sharad Aggarwal (DIN 07438861), who retires by rotation, and being eligible, offers himself for re-appointment.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	{3}=[(2)/(1)]*100	(4)	(5)	{6}=[(4)/(2)]*100	{7}=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		37389805	99.6111	37389805	0	100.0000	0.0000
	Poll	37535786	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	<b>37535786</b>	<b>37389805</b>	<b>99.6111</b>	<b>37389805</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Institutions	E-Voting		6025478	85.8444	1666554	4358924	27.6585	72.3415
	Poll	7019071	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	<b>7019071</b>	<b>6025478</b>	<b>85.8444</b>	<b>1666554</b>	<b>4358924</b>	<b>27.6585</b>	<b>72.3415</b>
Public- Non Institutions	E-Voting		39634	0.5328	39634	0	100.0000	0.0000
	Poll	7439063	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	<b>7439063</b>	<b>39634</b>	<b>0.5328</b>	<b>39634</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Total</b>	<b>Total</b>	<b>51993920</b>	<b>43454917</b>	<b>83.5769</b>	<b>39095993</b>	<b>4358924</b>	<b>89.9691</b>	<b>10.0309</b>
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	0





Home

Validate

Resolution (5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are Interested In the agenda/resolution?				No				
Description of resolution considered				5-Re-appointment of Mr. Atul Kumar Gupta (DIN 01734070) as an Independent Director of the Company for another term of 5 (five) consecutive years from 20th June, 2020 till 19th June, 2025.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		37389805	99.6111	37389805	0	100.0000	0.0000
	Poll	37535786	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	37535786	37389805	99.6111	37389805	0	100.0000	0.0000
Public- Institutions	E-Voting		6025478	85.8444	6025478	0	100.0000	0.0000
	Poll	7019071	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	7019071	6025478	85.8444	6025478	0	100.0000	0.0000
Public- Non Institutions	E-Voting		39634	0.5328	39634	0	100.0000	0.0000
	Poll	7439063	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	7439063	39634	0.5328	39634	0	100.0000	0.0000
<b>Total</b>	<b>Total</b>	51993920	43454917	83.5769	43454917	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



Home

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Resolution (6)								
Resolution required: (Ordinary / Special) Whether promoter/promoter group are interested in the agenda/resolution? Description of resolution considered				Special No Approval for continuation or payment of remuneration to Mr. KUSHIR KUMAR MOJJI (DIN 07174133), a Non-Executive Director of the Company, for the financial year 2020-21 which remuneration is in excess of fifty percent of the total remuneration payable to all Non-Executive				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – In favour	No. of votes – against	% of votes In favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		37389805	99.6111	37389805	0	100.0000	0.0000
	Poll	37535786	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	37535786	37389805	99.6111	37389805	0	100.0000	0.0000
Public- Institutions	E-Voting		1716941	24.4611	1698174	18767	98.9070	1.0930
	Poll	7019071	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	7019071	1716941	24.4611	1698174	18767	98.9070	1.0930
Public- Non Institutions	E-Voting		39634	0.5328	37370	2264	94.2877	5.7123
	Poll	7439063	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	7439063	39634	0.5328	37370	2264	94.2877	5.7123
<b>Total</b>	<b>Total</b>	51993920	39146380	75.2903	39125349	21031	99.9463	0.0537
Whether resolution Is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	0



# V.R. ASSOCIATES

*Company Secretaries*

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Resi: G-5/3 Jal Padma, Bangur Nagar, Goregaon West, Mumbai 400 104  
Admn office: 31 Topiwala Center, Goregaon West, Mumbai 400 062  
Tel: 022-28774306; Mobile 98214 47548; e-mail: [cs.ram25@gmail.com](mailto:cs.ram25@gmail.com)  
GST No. 27ACSPV8251A1Z7 ; PAN: ACSPV8251A; MSME Regn no. MH18D0041106

30<sup>th</sup> September, 2020

**Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to provisions of section 108 of Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and remote e-voting during the 83<sup>rd</sup> Annual General Meeting of Godfrey Phillips India Limited held on Tuesday, 29<sup>th</sup> September, 2020 through video conferencing ('VC')/ other audio video means ('OAVM')**

The Chairman  
Godfrey Phillips India Limited

Dear Sirs,

I, V. Ramachandran, proprietor of M/s V.R. Associates, Company Secretaries (Membership no. ACS 7731, CP no. 4731) have been appointed as Scrutinizer by Godfrey Phillips India Limited ("the company") as per Board resolution dated 22<sup>nd</sup> August, 2020 and Company's letter dated 24<sup>th</sup> August, 2020 for the purpose of scrutinizing the remote e-voting and electronic voting (e-voting) at the Annual General Meeting (AGM) of the company in a fair and transparent manner pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, (as amended) ("the Rules") and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and circular dated May 12, 2020 issued by SEBI and in compliance with the framework issued by Ministry of Corporate Affairs through its circular no. 20/2020 dated May 5, 2020 read with circular no. 14/2020 dated April 08, 2020 and circular no. 17/2020 dated April 13, 2020 ("MCA Circulars") on the resolutions contained in the Notice of the 83<sup>rd</sup> AGM of the members of the company held on Tuesday, 29<sup>th</sup> September, 2020 at 12.30 p.m. IST through video conferencing (VC) facility/ other audio visual means (OAVM) facility and also for ascertaining the requisite majority for the resolutions proposed therein.

The Management of the Company is responsible to ensure the compliance with the requirements of the Act and the Rules including MCA Circulars and Listing Regulations relating to remote e voting and e-voting at the AGM for the resolutions contained in the Notice of the 83<sup>rd</sup> AGM of the members of the company. Our responsibility as a Scrutinizer is to ensure that the remote e-voting and e-voting at the AGM is carried out in a fair and transparent manner and to make a consolidated scrutinizer's report on the votes cast "IN FAVOUR" or "AGAINST" the resolutions contained in the Notice of the 83<sup>rd</sup> AGM of the members of the Company. The Company has engaged the services of Link Intime India Private Limited for voting by electronic means (both for remote e-voting and e-voting at the AGM).

In accordance with the Notice of the 83<sup>rd</sup> AGM sent to the members and the 'Advertisement' published pursuant to Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), the remote e-voting period was open from Friday, 25<sup>th</sup> September, 2020, 9.00 AM IST and was closed at 5.00 PM IST on Monday, 28<sup>th</sup> September, 2020.

Members holding shares as on 22<sup>nd</sup> September 2020, "cut-off date", were entitled to vote on the resolution stated in the Notice of the 83<sup>rd</sup> AGM of the Company.

# V.R. ASSOCIATES

*Company Secretaries*

Resi: G-5/3 Jal Padma, Bangur Nagar, Goregaon West, Mumbai 400 104  
Admn office: 31 Topiwala Center, Goregaon West, Mumbai 400 062  
Tel: 022-28774306; Mobile 98214 47548; e-mail: [cs.ram25@gmail.com](mailto:cs.ram25@gmail.com)  
GST No. 27ACSPV8251A1Z7 ; PAN: ACSPV8251A; MSME Regn no. MH18D0041106

The voting at the AGM was allowed by using an electronic voting system, on the resolutions on which the voting is to be held. The said voting system was provided to all those members who attended the AGM through VC/OAVM but have not cast their votes by availing the remote e-voting facility. As per the information provided by Link Intime India Private Limited, the name of the members who had already voted through remote e-voting facility was blocked for voting at the AGM.

After the conclusion of the voting at the AGM, votes on remote e-voting and e-voting at the AGM were unblocked in the presence of two witnesses who were not employees of the Company and the e-voting results / list of members who have voted for and against were downloaded from the e-voting website of Link Intime India Pvt. (LIPL) Limited.

The combined results of the remote e-voting and e-voting at the AGM are:

## Item No. 1:

### ORDINARY RESOLUTION

**a. Adoption of Audited Standalone Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2020, the reports of the Board of Directors and Auditors thereon; and**

**b. Adoption of Audited Consolidated Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2020 along with the Auditors report thereon.**

#### (i) Voted in favour of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	100	43434926	100.00
E-Voting at AGM	1	13	0.00
Total	101	43434939	100.00

#### (ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	0	0	0.00
E-Voting at AGM	0	0	0.00
Total	0	0	0.00

# V.R. ASSOCIATES

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GST No. 27ACSPV8251A1Z7 ; PAN: ACSPV8251A; MSME Regn no. MH18D0041106

<b>Total number of Valid votes casted under remote evoting and evoting at AGM</b>	43434939
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**(iii) Invalid votes :**

Type of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	0	0
E-Voting at AGM	0	0
Total	0	0

**Item No. 2:**

**ORDINARY RESOLUTION**

**Confirmation of interim dividend paid for FY 2019-20.**

**(i) Voted in favour of the resolution:**

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	101	43454904	100.00
E-Voting at AGM	1	13	0.00
Total	102	43454917	100.00

**(ii) Voted against the resolution:**

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	0	0	0.00
E-Voting at AGM	0	0	0.00
Total	0	0	0.00

<b>Total number of Valid votes casted under remote evoting and evoting at AGM</b>	43454917
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# V.R. ASSOCIATES

*Company Secretaries*

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GST No. 27ACSPV8251A1Z7 ; PAN: ACSPV8251A; MSME Regn no. MH18D0041106

**(iii) Invalid votes :**

Type of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	0	0
E-Voting at AGM	0	0
Total	0	0

**Item No. 3:**

**ORDINARY RESOLUTION**

**Re-appointment of Mr. R.A. Shah (DIN 00009851), who retires by rotation, and being eligible, offers himself for re-appointment.**

**(i) Voted in favour of the resolution:**

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	84	39058279	89.88
E-Voting at AGM	1	13	0.00
Total	85	39058292	89.88

**(ii) Voted against the resolution:**

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	17	4396625	10.12
E-Voting at AGM	0	0	0.00
Total	17	4396625	10.12

<b>Total number of Valid votes casted under remote evoting and evoting at AGM</b>	43454917
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# V.R. ASSOCIATES

*Company Secretaries*

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GST No. 27ACSPV8251A1Z7 ; PAN: ACSPV8251A; MSME Regn no. MH18D0041106

**(iii) Invalid votes :**

Type of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	0	0
E-Voting at AGM	0	0
Total	0	0

**Item No. 4:**

**ORDINARY RESOLUTION**

**Re-appointment of Mr. Sharad Aggarwal (DIN 07438861), who retires by rotation, and being eligible, offers himself for re-appointment.**

**(i) Voted in favour of the resolution:**

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	93	39095980	89.97
E-Voting at AGM	1	13	0.00
Total	94	39095993	89.97

**(ii) Voted against the resolution:**

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	8	4358924	10.03
E-Voting at AGM	0	0	0.00
Total	8	4358924	10.03

<b>Total number of Valid votes casted under remote evoting and evoting at AGM</b>	43454917
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# V.R. ASSOCIATES

*Company Secretaries*

Resi: G-5/3 Jal Padma, Bangur Nagar, Goregaon West, Mumbai 400 104  
Admn office: 31 Topiwala Center, Goregaon West, Mumbai 400 062  
Tel: 022-28774306; Mobile 98214 47548; e-mail: [cs.ram25@gmail.com](mailto:cs.ram25@gmail.com)  
GST No. 27ACSPV8251A1Z7 ; PAN: ACSPV8251A; MSME Regn no. MH18D0041106

**(iii) Invalid votes :**

Type of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	0	0
E-Voting at AGM	0	0
Total	0	0

**Item No. 5:**

**SPECIAL RESOLUTION**

**Re-appointment of Mr. Atul Kumar Gupta (DIN 01734070) as an Independent Director of the Company for another term of 5 (five) consecutive years from 20<sup>th</sup> June, 2020 till 19<sup>th</sup> June, 2025.**

**(i) Voted in favour of the resolution:**

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	101	43454904	100.00
E-Voting at AGM	1	13	0.00
Total	102	43454917	100.00

**(ii) Voted against the resolution:**

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	0	0	0.00
E-Voting at AGM	0	0	0.00
Total	0	0	0.00

<b>Total number of Valid votes casted under remote evoting and evoting at AGM</b>	43454917
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# V.R. ASSOCIATES

*Company Secretaries*

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GST No. 27ACSPV8251A1Z7 ; PAN: ACSPV8251A; MSME Regn no. MH18D0041106

**(iii) Invalid votes :**

Type of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	0	0
E-Voting at AGM	0	0
Total	0	0

**Item No. 6:**

**SPECIAL RESOLUTION**

**Approval for continuation of payment of remuneration to Mr. Ruchir Kumar Modi (DIN 07174133), a Non-Executive Director of the Company, for the financial year 2020-21 which remuneration is in excess of fifty percent of the total remuneration payable to all Non-Executive Directors of the Company for the said year.**

**(i) Voted in favour of the resolution:**

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	92	39125349	99.95
E-Voting at AGM	0	0	0.00
Total	92	39125349	99.95

**(ii) Voted against the resolution:**

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	7	21018	0.05
E-Voting at AGM	1	13	0.00
Total	8	21031	0.05

# V.R. ASSOCIATES

*Company Secretaries*

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Total number of Valid votes casted under remote evoting and evoting at AGM	39146380
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**(iii) Invalid votes :**

Type of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	0	0
E-Voting at AGM	0	0
Total	0	0

Based on combined results, we report that, all the resolutions as per the Notice of the 83<sup>rd</sup> AGM of the Company stands passed with requisite majority.

The electronic data and all other relevant records relating to the remote e-voting and e-voting at the AGM will be handed over to the Company Secretary of the Company for safe preservation.

Thank you.

Yours faithfully,  
For *V.R. Associates*  
*Company Secretaries*

**V.Ramachandran**

*V. Ramachandran*

*Proprietor*

ACS 7731/ CP 4731

UDIN: A007731B000814229

Digitally signed by V. Ramachandran  
DN: cn=V. Ramachandran,  
o=V. Ramachandran, ou=V. Ramachandran,  
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